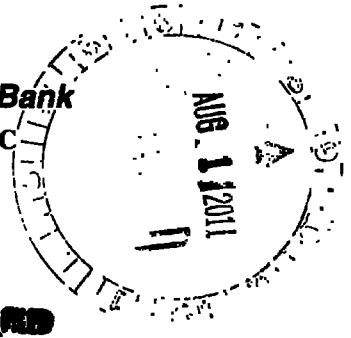


The Huntington National Bank

105 East Fourth Street, Suite 200C
Cincinnati, OH 45202
513-762-1891; fax 877-343-5676



REGISTRATION NO. **29847** FILED

AUG 01 '11 - 10 57 AM

SURFACE TRANSPORTATION BOARD

Surface Transportation Board
Office of Proceedings
395 E Street, SW
Washington, DC 20423-0001

July 29, 2011

Dear Surface Transportation Board,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) is a copy of a Memorandum of Lease, dated as of July 28, 2011, a primary document as defined in the Board's Rules of Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: **The Huntington National Bank**
105 East Fourth Street, Suite 200C
Cincinnati, OH 45202

Lessee: **Rail Connection, Inc.**
737 Eleanor Industrial Park
Eleanor, WV 25070

A description of the railroad equipment covered by the enclosed document is:

(94) Manual Discharge, Aluminum and or steel Open Top Hopper Railcars currently bearing the following reporting marks.

WCCX10002	WCCX10026	WCCX10085	WCCX10071
WCCX10004	WCCX10027	WCCX10086	WCCX10072
WCCX10008	WCCX10028	WCCX10087	WCCX10077
WCCX10009	WCCX10029	WCCX10089	WCCX10081
WCCX10030	WCCX10031	WCCX10093	WCCX10083
WCCX10040	WCCX10038	WCCX10043	WCCX10088
WCCX10046	WCCX10039	WCCX10055	WCCX10095
WCCX10075	WCCX10041	WCCX10014	WCCX10001
WCCX10090	WCCX10045	WCCX10023	WCCX10007
WCCX10091	WCCX10049	WCCX10024	WCCX10012
WCCX10010	WCCX10051	WCCX10034	WCCX10015
WCCX10003	WCCX10054	WCCX10042	WCCX10032
WCCX10005	WCCX10059	WCCX10044	WCCX10033
WCCX10006	WCCX10060	WCCX10048	WCCX10035
WCCX10011	WCCX10061	WCCX10050	WCCX10036
WCCX10013	WCCX10062	WCCX10052	WCCX10058
WCCX10016	WCCX10063	WCCX10053	WCCX10076
WCCX10017	WCCX10065	WCCX10056	WCCX10078
WCCX10018	WCCX10066	WCCX10057	WCCX10080
WCCX10019	WCCX10067	WCCX10064	WCCX10082
WCCX10020	WCCX10073	WCCX10068	WCCX10092
WCCX10021	WCCX10074	WCCX10069	WCCX10094
WCCX10022	WCCX10079	WCCX10070	WCCX10047
WCCX10025	WCCX10084		

A short summary of the document to appear in the index is:


Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

If you have any questions, please don't hesitate to call.

Sincerely,



Christine M. McIntosh

Senior Sales Coordinator

The Huntington National Bank

105 East 4th Street CN01

Cincinnati, OH 45202

Direct Line: (513) 762-1891

Fax: (877) 343-5676

teena.mcintosh@Huntington.com

MEMORANDUM OF LEASE

1.) Pursuant to that certain Master Lease Agreement dated October 14, 2009 and the related Financing Lease Schedule No. 6243.25 dated July 28, 2011 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease".

2.) The addresses of the parties are as follows:

Lessor: **The Huntington National Bank**
Equipment Finance Division
105 East Fourth Street
Cincinnati, OH 45202

Lessee: **Rail Connection, Inc.**
737 Eleanor Industrial Park
Eleanor, WV 25070

RECORDATION NO. 29847 FILED

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SURFACE TRANSPORTATION BOARD

3.) The term of the Lease is **Two Years** commencing on July 28, 2011 and will expire on July 28, 2013 unless otherwise extended or amended by the parties

4.) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement

5.) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of July 28, 2011.

The Huntington National Bank

By: Christine McIntosh

Name: Christine M. McIntosh

Title: Sales Coordinator

State of Ohio, County of Hamilton

On 7/28/11 before me personally appeared Christine McIntosh, to me personally know, who being by me duly sworn says that his is Sales Coordinator of the Huntington National Bank, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



ALYSSA M. SCOTT
Notary Public, State of Ohio
My Commission Expires 08-19-2013

Alyssa M. Scott
Notary Public
My commission expires: 8-19-2013

Rail Connection, Inc.

By: Kurt Higginbotham

Name: Kurt Higginbotham

Title: V.P.

State of West Virginia, County of Putnam

On 7-28-11 before me personally appeared Kurt Higginbotham, to me personally know, who being by my duly sworn says that he is Vice President of Rail Connection, Inc. and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public
My commission expires: 8-19-2013



OFFICIAL SEAL
SHERI E. JARRETT
NOTARY PUBLIC
STATE OF WEST VIRGINIA
32 Marion Park
Martinsburg, WV 25401
My Commission Expires Aug 28, 2011